

Fill in this information to identify your case:

United States Bankruptcy Court for the:

NORTHERN DISTRICT OF ILLINOIS

Case number (if known) Chapter 11

☐ Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

04/20

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name Golden Fleece Beverages, Inc.

2. All other names debtor used in the last 8 years

Include any assumed names, trade names and doing business as names

DBA Argo Tea

3. Debtor's federal Employer Identification Number (EIN) 84-4466776

4. Debtor's address

Principal place of business

Mailing address, if different from principal place of business

250 E Pearson Street #1601
Chicago, IL 60611

Number, Street, City, State & ZIP Code

Cook

County

3319 N Cicero Ave
PO Box 410248
Chicago, IL 60641

P.O. Box, Number, Street, City, State & ZIP Code

Location of principal assets, if different from principal place of business

See attached addendum

Number, Street, City, State & ZIP Code

5. Debtor's website (URL) https://www.argotea.com/

6. Type of debtor

☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))

☐ Partnership (excluding LLP)

☐ Other. Specify:

Debtor Golden Fleece Beverages, Inc. Case number (if known) _____
Name

7. Describe debtor's business

A. Check one:

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
☐ Railroad (as defined in 11 U.S.C. § 101(44))
☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
☒ None of the above

B. Check all that apply

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.
 See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

3121

8. Under which chapter of the Bankruptcy Code is the debtor filing?

Check one:

- ☐ Chapter 7
☐ Chapter 9

☒ Chapter 11. Check **all** that apply:

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

- ☒ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,725,625. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
☒ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, **and it chooses to proceed under Subchapter V of Chapter 11**. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
☐ A plan is being filed with this petition.
☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

- ☒ No.
☐ Yes.

If more than 2 cases, attach a separate list.

District	_____	When	_____	Case number	_____
District	_____	When	_____	Case number	_____

Debtor **Golden Fleece Beverages, Inc.** Case number (if known) _____
Name

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor? ☒ No ☐ Yes.

List all cases. If more than 1, attach a separate list

Debtor Relationship
District _____ When _____ Case number, if known _____

11. Why is the case filed in this district? Check all that apply:
- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention? ☒ No ☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

- ☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard? _____

- ☐ It needs to be physically secured or protected from the weather.

- ☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

- ☐ Other _____

Where is the property? _____

Number, Street, City, State & ZIP Code

Is the property insured?

- ☐ No

- ☐ Yes. Insurance agency _____

Contact name _____

Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds Check one:
- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors
- | | | |
|---|--|--|
| <input type="checkbox"/> 1-49 | <input type="checkbox"/> 1,000-5,000 | <input type="checkbox"/> 25,001-50,000 |
| <input checked="" type="checkbox"/> 50-99 | <input type="checkbox"/> 5001-10,000 | <input type="checkbox"/> 50,001-100,000 |
| <input type="checkbox"/> 100-199 | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input type="checkbox"/> 200-999 | | |

15. Estimated Assets
- | | | |
|--|--|--|
| <input type="checkbox"/> \$0 - \$50,000 | <input checked="" type="checkbox"/> \$1,000,001 - \$10 million | <input type="checkbox"/> \$500,000,001 - \$1 billion |
| <input type="checkbox"/> \$50,001 - \$100,000 | <input type="checkbox"/> \$10,000,001 - \$50 million | <input type="checkbox"/> \$1,000,000,001 - \$10 billion |
| <input type="checkbox"/> \$100,001 - \$500,000 | <input type="checkbox"/> \$50,000,001 - \$100 million | <input type="checkbox"/> \$10,000,000,001 - \$50 billion |
| <input type="checkbox"/> \$500,001 - \$1 million | <input type="checkbox"/> \$100,000,001 - \$500 million | <input type="checkbox"/> More than \$50 billion |

16. Estimated liabilities
- | | | |
|---|--|--|
| <input type="checkbox"/> \$0 - \$50,000 | <input checked="" type="checkbox"/> \$1,000,001 - \$10 million | <input type="checkbox"/> \$500,000,001 - \$1 billion |
|---|--|--|

Debtor	Golden Fleece Beverages, Inc.	Case number (if known)
Name		
	<input type="checkbox"/> \$50,001 - \$100,000	<input type="checkbox"/> \$10,000,001 - \$50 million
	<input type="checkbox"/> \$100,001 - \$500,000	<input type="checkbox"/> \$50,000,001 - \$100 million
	<input type="checkbox"/> \$500,001 - \$1 million	<input type="checkbox"/> \$100,000,001 - \$500 million
		<input type="checkbox"/> \$1,000,000,001 - \$10 billion
		<input type="checkbox"/> \$10,000,000,001 - \$50 billion
		<input type="checkbox"/> More than \$50 billion

Debtor **Golden Fleece Beverages, Inc.**
Name

Case number (if known)

Request for Relief, Declaration, and Signatures

WARNING – Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature
of authorized
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **October 27, 2021**

MM / DD / YYYY

X /s/ Candace MacLeod

Signature of authorized representative of debtor

Candace MacLeod

Printed name

Title **President**

18. Signature of attorney

X /s/ Jonathan P. Friedland

Signature of attorney for debtor

Date **October 27, 2021**

MM / DD / YYYY

Jonathan P. Friedland

Printed name

Sugar Felsenthal Grals & Helsinger LLP

Firm name

30 N. LaSalle St.

Suite 3000

Chicago, IL 60602

Number, Street, City, State & ZIP Code

Contact phone **(312) 704-9400**

Email address **jfriedland@sfigh.com**

6257902 IL

Bar number and State

Golden Fleece Beverages, Inc.

Addendum to Voluntary Petition for Non-Individuals Filing for Bankruptcy

4. Debtor's address – Location of principal assets, if different from principal place of business:

- 550 First Avenue, New York New York 10011
- Stapleton 1900 Hwy 99. Gridley CA 95948
- Shiphero, 6736 Tilghman Street, Allentown PA 18106
- Shiphero, 900 Terminal Road, Dock Door 243, Fort Worth TX 76106
- First Logistics 11859 S Central Ave, Alsip IL 60803
- iD Commerce & Logistics 700 Gateway Dr, Bolingbrook, IL 60440
- Global Plastics, 6739 Guion Road Indianapolis IN 46268

**ACTION BY UNANIMOUS WRITTEN CONSENT OF THE BOARD OF DIRECTORS OF
GOLDEN FLEECE BEVERAGES, INC. IN LIEU OF MEETING**

The undersigned, constituting the entire Board of directors (the “**Board**”) of Golden Fleece Beverages, Inc., a Delaware corporation (the “**Company**”), in accordance with Section 141(f) of the Delaware General Corporation Law, without the formality of convening a meeting, do hereby consent to and adopt the following written consents, now in full force and effect as of October 14, 2021:

Whereas, the Company has decided to engage in a reorganization of its business.

Whereas, in the judgment of the Board, it is in the best interests of the Company, its creditors, its shareholders, and other interested parties that the Company reorganize under Chapter 11 of Title 11 of the United States Code (the “**Bankruptcy Code**”), and to elect for the case to proceed under Subchapter V of Chapter 11.

It is now, therefore:

Resolved, that in the judgment of the Board, it is in the best interests of the Company, its creditors, shareholders, and other interested parties that the Company file a voluntary bankruptcy petition for relief under Chapter 11 of the Bankruptcy Code, and to elect for the case to proceed under Subchapter V of Chapter 11 (the “**Subchapter V Case**”), in the United States Bankruptcy Court for the Northern District of Illinois, before which the Company will seek authority to operate as a debtor in possession.

Resolved, that Candace MacLeod (AKA Candace Pappas), the Company’s President (the “**President**”) is authorized to execute all documents necessary to administer the Subchapter V Case on the Company’s behalf, including without limitation: petitions, affidavits, declarations, schedules, motions, lists, applications, pleadings, asset purchase agreements, bills of sale, certificates, guaranties, pledges, mortgages, security instruments, and other documents.

Resolved, that the Company’s engagement of Sugar Felsenthal Grais & Helsinger LLP (“**SFGH**”) as the Company’s legal counsel for the Subchapter V Case is ratified, adopted, and approved in all respects as more fully described in the letter agreement between the Company and SFGH.

Resolved, that the President is authorized to employ and retain professionals in the Subchapter V Case on behalf of the Company, including special legal counsel, accountants, and other professionals for the Company to take action that the President deems necessary or desirable in connection with the Subchapter V Case.


Resolved, that the Company, operating as a debtor in possession under Subchapter V of Chapter 11 of the Bankruptcy Code, is authorized to enter into a debtor in possession financing facility, and in connection with any debtor in possession financing facility the Company enters into, is authorized to grant any guaranties, pledges, mortgages, and other security instruments deemed necessary by the President to obtain such debtor in possession financing for the Company.

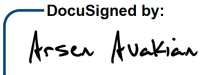
Resolved, that all lawful acts taken by the President to seek relief on behalf of the Company under the Bankruptcy Code, or any matter related to the Subchapter V Case, including in connection with debtor in possession financing, be, and hereby are, adopted, ratified, confirmed, and approved in all respects as the acts and deeds of the Company.

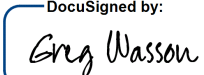
Resolved, that these written consents may be signed in any number of counterparts, each of which when read together will constitute one document, and that once signed, will be filed with the records of the Company.

[Signature page follows]

In Witness Whereof, the undersigned have executed these Written Consents as the directors of Golden Fleece Beverages, Inc., as of the date first written above.

By: 
Glen Tullman, Director

By: 
Arsen Avakian, Director

By: 
Greg Wasson, Director

**ACTION BY UNANIMOUS WRITTEN CONSENT OF THE BOARD OF DIRECTORS OF
GOLDEN FLEECE BEVERAGES, INC. IN LIEU OF MEETING**

The undersigned, constituting the entire Board of directors (the “**Board**”) of Golden Fleece Beverages, Inc., a Delaware corporation (the “**Company**”), in accordance with Section 141(f) of the Delaware General Corporation Law, without the formality of convening a meeting, do hereby consent to and adopt the following written consents, now in full force and effect as of October 26, 2021:

Whereas, the Company has decided to engage in a reorganization of its business, and the Board unanimously consented for the Company to reorganize under Chapter 11 of Title 11 of the United States Code (the “**Bankruptcy Code**”) before the United States Bankruptcy Court for the Northern District of Illinois, Eastern Division (the “**Bankruptcy Court**”), and to elect for the case (the “**Subchapter V Case**”), to proceed under Subchapter V of Chapter 11.

Whereas, the Board also unanimously consented to have Candace McLeod, the Company’s President (the “**President**”), oversee the Company’s day-to-day operations in the Subchapter V Case;

Whereas, in the judgment of the Board, it is in the best interests of the Company, its creditors, members, and other interested parties that the Board appoint one of its members as a special director for purposes of making decisions, and taking any necessary actions, on behalf of the Board during the Subchapter V Case, to maximize the efficiency of the Subchapter V Case.

It is now, therefore:

Resolved, that Greg Wasson (“**Wasson**”) is appointed Special Director for Restructuring Purposes (the “**Special Director**”) with full authority to act, including making decisions, on behalf of the Board, in the Special Director’s sole discretion, during the pendency of the Subchapter V Case.

Resolved, that the Special Director, in his sole discretion, may call for a vote of the Board on any matter that the Special Director deems a vote of the Board appropriate.

Resolved, that the Special Director shall notify the Board of all actions he undertakes on behalf of the Board within a reasonable time period, not to exceed seven days of the Special Director taking such actions.

Resolved, that the President shall report to the Special Director while the Subchapter V Case is pending.

Resolved, that the Special Director may resign from his position as Special Director at any time and relinquish the authority delegated to him by the Board under these written consents, provided that the Special Director gives written notice of his resignation contemporaneously to the Board and the Company’s bankruptcy counsel at Sugar Felsenthal Grais & Helsinger LLP, so that counsel may file notice of such resignation with the Bankruptcy Court after receiving the Special Director’s resignation.

Resolved, that in the event the Board seeks to amend, revoke, or otherwise modify these written consents, the Board will give notice of such amendment, revocation, or modification to the Company's bankruptcy counsel at Sugar Felsenthal Grais & Helsinger LLP, so that counsel may file notice of the amendment, revocation, or modification with the Bankruptcy Court after receiving the Special Director's resignation.

Resolved, that all lawful acts taken by the Special Director to seek relief on behalf of the Company under chapter 11 of the Bankruptcy Code, or any matter related to the Subchapter V Case be, and hereby are, adopted, ratified, confirmed, and approved in all respects as the acts and deeds of the Company.

Resolved, that nothing herein shall alter, amend, or otherwise diminish Wasson's rights as a Director of the Company, including but not limited to, rights and protections granted pursuant to the Indemnification Agreement between Wasson and the Company dated January 15, 2020.

Resolved, that these written consents may be signed in any number of counterparts, each of which when read together will constitute one document, and that once signed, will be filed with the records of the Company.

[Signature page follows]

In Witness Whereof, the undersigned have executed these Written Consents as the directors of Golden Fleece Beverages, Inc., as of the date first written above.

DocuSigned by:
By: Glen Tullman
4F911CFFEB4D450...
Glen Tullman, Director

DocuSigned by:
By: Arsen Avakian
07CADF9FBA9C4A0...
Arsen Avakian, Director

DocuSigned by:
By: Greg Wasson
CAE195964AEF413...
Greg Wasson, Director

Fill in this information to identify the case:

Debtor name **Golden Fleece Beverages, Inc.**

United States Bankruptcy Court for the: **NORTHERN DISTRICT OF ILLINOIS**

Case number (if known) _____

☐ Check if this is an amended filing

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING – Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ Schedule A/B: Assets—Real and Personal Property (Official Form 206A/B)
- ☐ Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)
- ☐ Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)
- ☐ Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)
- ☐ Schedule H: Codebtors (Official Form 206H)
- ☐ Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)
- ☐ Amended Schedule
- ☒ Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders (Official Form 204)
- ☐ Other document that requires a declaration _____

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **October 27, 2021**

X /s/ Candace MacLeod

Signature of individual signing on behalf of debtor

Candace MacLeod

Printed name

President

Position or relationship to debtor

Fill in this information to identify the case:

Debtor name **Golden Fleece Beverages, Inc.**
 United States Bankruptcy Court for the: **NORTHERN DISTRICT OF ILLINOIS**
 Case number (if known): _____

☐ Check if this is an amended filing

Official Form 204

Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Arrow Trans 2001 Estes Ave Elk Grove Village, IL 60007	Monika Saida monikas@arrowtrans.com	Goods and services				\$38,375.00
C.H. Robinson Company, Inc. 14701 Charlson Road Eden Prairie, MN 55347	Nick Foglton nick.foglton@ch Robinson.com	Goods and services				\$30,325.92
Clark Hill PLC 901 Main Street Suite 6000 Dallas, TX 75202	Megan Berry maberry@clarkhill.com	Legal services				\$9,139.00
Clutch Global Logistics 555 Waters Edge Suite 150 Lombard, IL 60148	Angela Maslanka angela.maslanka@clutchglobal.com	Goods and services				\$22,543.42
Coyote Logistics 2545 W Diversey Ave Chicago, IL 60647	Tommy Cox tommy.cox@coyote.com	Goods and services				\$40,520.46
Department of the Treasury Internal Revenue Service PO Box 7346 Philadelphia, PA 19101-7346		Taxes				\$12,987.74
DevTech PET, Inc 12 Howe Drive Amherst, NH 03031	Maggie Mahony mmahony@devtechpet.com	Goods and services				\$9,950.00
First Logistics Management Svc. 11859 S Central Ave Alsip, IL 60803	Don Worth dworth@firstlogisticsllc.com	Goods and services				\$13,797.10

Debtor **Golden Fleece Beverages, Inc.**
Name

Case number (if known)

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Global Plastics 6739 Guion Road Indianapolis, IN 46268	Stacy Cooper scooper@global-plastics.com	Goods and services				\$128,494.08
Greco and Sons 1500 Hecht Road Bartlett, IL 60103	Colleen English cenglish@grecoandsons.com	Goods and services				\$71,702.89
Imperial Bag & Paper Co. 255 Route 1 & 9 Jersey City, NJ 07306	Rich Laurendeau rlaurendeau@imperialbag.com	Goods and services				\$9,743.63
Levenfeld Pearlstein 2 N LaSalle Street Suite 1300 Chicago, IL 60602	Jennifer Larkin jlarkin@lplegal.com	Legal services				\$31,329.50
O-I Packaging Solutions 5200 Tennyson Pkwy Suite 100 Plano, TX 75024	Earneshe Young earneshe.young@oi.com	Goods and services				\$175,488.55
Sleeve Seal 14000 Dineen Drive Little Rock, AR 72206	Jennifer Bailey jenniferb@sleeveseal.com	Goods and services				\$60,702.90
Stapleton Spence Packing Co. 1900 Hwy 99 Gridley, CA 95948	Brad Stapleton bstapleton@stapleton-spence.com	Goods and services				\$154,324.30
SYSCO 1390 Enclave Pkwy Houston, TX 77077		Goods and services				\$17,674.09
Tate & Lyle Food & Beverage Solutions 2200 E Eldorado Street Decatur, IL 62521	Kelly O'Bryan kelly.obryan@tateandlyle.com	Goods and services				\$90,154.17
Total Quality Logistics 700 Butterfield Road Suite 250 Lombard, IL 60148	Aliosman Youssein ayoussein@tql.com	Goods and services				\$100,865.46
Verizon Media Inc. 14010 FNB Parkway Omaha, NE 68154	Brenda Davenport brenda.davenport@verizonmedia.com	Goods and services				\$72,162.15

Debtor **Golden Fleece Beverages, Inc.** Case number (if known) _____
Name

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Wilson Sonsini Goodrich & Rosati PC 650 Page Mill Road Palo Alto, CA 94304	Barbara McKnew bmcknew@wsgr.com	Legal services				\$290,213.38

**United States Bankruptcy Court
Northern District of Illinois**

In re **Golden Fleece Beverages, Inc.**

Debtor(s)

Case No.
Chapter

11

VERIFICATION OF CREDITOR MATRIX

Number of Creditors: **74**

The above-named Debtor(s) hereby verifies that the list of creditors is true and correct to the best of my (our) knowledge.

Date: **October 27, 2021**

/s/ Candace MacLeod
Candace MacLeod/President
Signer/Title



550 St. Clair Retail Associates, LLC
c/o Erika L Kruse (reg'd agent)
28755 W Harvest Glen Cir
Cary, IL 60013

A&G Law LLC
Attn: Robert Andalman
542 South Dearborn Street
10th Floor
Chicago, IL 60605

Accurate Printing
4749 W 136th Street
IL 60418

Argo Tea, Inc.
1 E Erie St
Suite 525-2530
Chicago, IL 60611

Arrive Logistics
7701 Metropolis Drive
Bldg 15
Austin, TX 78744

Arrow Trans
2001 Estes Ave
Elk Grove Village, IL 60007

Beitler
2150 Roswell Drive
Pittsburgh, PA 15205

Beyer Insurance Agency
70 E Lake Street
#1015
Chicago, IL 60601

Brandfolder
3501 Wazee Street
Suite 300
Denver, CO 80216

C.H. Robinson Company, Inc.
14701 Charlson Road
Eden Prairie, MN 55347

Candace MacLeod
31515 Beechwood Drive
Warren, MI 48088

Clark Hill PLC
901 Main Street
Suite 6000
Dallas, TX 75202

Clutch Global Logistics
555 Waters Edge
Suite 150
Lombard, IL 60148

Coyote Logistics
2545 W Diversey Ave
Chicago, IL 60647

Delaware State Treasury
820 Silver Lake Blvd., Suite 100
Dover, DE 19904

Department of the Treasury
Internal Revenue Service
PO Box 7346
Philadelphia, PA 19101-7346

DevTech PET, Inc
12 Howe Drive
Amherst, NH 03031

FGS, Inc
5 Earl Court
Suite 160
Woodridge, IL 60517

First Logistics Management Svc.
11859 S Central Ave
Alsip, IL 60803

Foodarom Group Inc.
5525 West 1730 South
Suite 202
Salt Lake City, UT 84104

Fox Logistics
2252 Landmeier Road
Suite A
Elk Grove Village, IL 60007

Genius Central Systems, Inc.
2025 Lakewood Ranch Blvd
Suite 202
Brandenton, FL 34211

Glen Tullman, As Administrative Agent
250 E Pearson Street #1205
Chicago, IL 60611

Global Plastics
6739 Guion Road
Indianapolis, IN 46268

Golenbock Eiseman Assor Bell & Peskoe LL
711 3rd Ave
New York, NY 10017

Gordon Food Service, Inc.
1300 Gezon Parkway SW
PO Box 2244
Grand Rapids, MI 49501

Greco and Sons
1500 Hecht Road
Bartlett, IL 60103

Halssen & Lyon GMBH
c/o Kaplan Saunders Valente & Beninati L
500 N Dearborn St.
Second Floor
Chicago, IL 60654

iD Commerce + Logistics
27 Main Street
Suite C-3038
Edwards, CO 81632

Illinois Attorney General
Attn: Bankruptcy
100 West Randolph StreetChicago
IL 60601

Illinois Department of Employment Securi
Benefit Payment Control Division
P O Box 4385
Chicago, IL 60680

Illinois Department of Revenue
Bankruptcy Unit
P O Box 19035
Springfield, IL 62794-9035

Imperial Bag & Paper Co.
255 Route 1 & 9
Jersey City, NJ 07306

Information Resources, Inc.
203 N LaSalle Street
Suite 1500
Chicago, IL 60601

Innovative Energy Solutions
P.O. Box 232
Dana Point, CA 92629

Jacqueline Powers
5442 W Dakin Street
Chicago, IL 60641

JPMorgan Chase Bank, N.A.
Attn: Bankruptcy
P.O. Box 6185
Westerville, OH 43086

Karleigh Santry
452 W Oakdale
Apt 403
Chicago, IL 60647

Kimberly Cook
N76W15455 Prairie Lane Menomonee Falls
Menomonee Falls, WI 53051

Kwik Trip, Inc.
c/o CT Corporation System (reg'd agent)
208 S LaSalle St
Suite 814
Chicago, IL 60604

Labels Unlimited
3400 W 48th Place
Chicago, IL 60632

Levenfeld Pearlstein
2 N LaSalle Street
Suite 1300
Chicago, IL 60602

Liberty Mutual Insurance
175 Berkeley Street
Boston, MA 02116

Lion Logistics
100 Bryn Mawr Ave
Bensenville, IL 60106

Matthew Dickman
1306 E Michelle Drive
Phoenix, AZ 85022

Mono GmbH
Industriestra 5, 40822
Mettmann
GERMANY

Nextway Trucking Company
7004 W 82nd Street
Burbank, IL 60459

Novack and Macey LLP
c/o Mitchell L. Marinello
100 N Riverside Plaza
Suite 1500
Chicago, IL 60606

O-I Packaging Solutions
5200 Tennyson Pkwy
Suite 100
Plano, TX 75024

Peak, LLC, as Representative
170 West Shirley Avenue
Suite 207
Warrenton, VA 20186

Peter Kazanas
1137 Jeanne Court
Crown Point, IN 46307

Rauch-Milliken International, Inc
c/o Illinois Corporation Service Company
801 Adlai Stevenson Dr
Springfield, IL 62703

Regas, Frezados & Dallas LLP
c/o Peter G. Frezados
20 North Clark Street, Suite 1103
Chicago, IL 60602

Roy Yu
965 Woodbury Lane
Davis, CA 95616

RWB Trucking, LLC
15326 Park Station Blvd
Orland Park, IL 60462

Sath Inc.
125 W Central Road
Schaumburg, IL 60195

Semyon Simonyan
211 E Ohio Street
Apt 1620
Chicago, IL 60601

Shelbi Vantrease
3329 W Schubert
Apt 1
Chicago, IL 60647

Shiphero
6736 Tilghman Street
Allentown, PA 18106

Sleeve Seal
14000 Dineen Drive
Little Rock, AR 72206

Small Business Administration
Tom Jackson, Branch Counsel
511 W Capitol St Suite 302
Springfield, IL 62704

Social Security Administration
Great Lakes Program Service Center
ATTN: OAS - 10th Floor
600 West Madison Street
Chicago, IL 60661

Stapleton Spence Packing Co.
1900 Hwy 99
Gridley, CA 95948

SYSCO
1390 Enclave Pkwy
Houston, TX 77077

Tate & Lyle Food & Beverage Solutions
2200 E Eldorado Street
Decatur, IL 62521

Teller Levit & Silvertrust P.C.
19 S. LaSalle St., Suite 701
Chicago, IL 60603

Total Quality Logistics
700 Butterfield Road
Suite 250
Lombard, IL 60148

TransGroup Global Logistics
860 Devon Avenue
 Bensenville, IL 60106

Union of Orthodox Jewish Congregations
11 Broadway
13th Floor
New York, NY 10004

Varilease Finance, Inc.
6340 South 300 East
Suite 400
Salt Lake City, UT 84121

Verizon Media Inc.
14010 FNB Parkway
Omaha, NE 68154

Veterans Truck Line, Inc.
800 Blackhawk Drive
Burlington, WI 53105

Walgreens
1901 E Voorhees MS 670
Danville, IL 61834

WFC Fund, LLC
2020 West 89th Street
Suite 200
Leawood, KS 66206

Wilson Sonsini Goodrich & Rosati PC
650 Page Mill Road
Palo Alto, CA 94304

**United States Bankruptcy Court
Northern District of Illinois**

In re **Golden Fleece Beverages, Inc.**

Debtor(s)

Case No.

Chapter **11**

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for **Golden Fleece Beverages, Inc.** in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

G&K Investment Holdings LLC
2045 W Grand Ave Ste B, PMB 82152
Chicago, IL 60612-1577

National Investment Holdings LLC
401 E. Jackson Street Suite 2525
Tampa, FL 33602

QRSTU LLC
965 Woodbury Lane
Davis, CA 95616

Skydeck Holdings II LLC
1 S Wacker Drive Suite 1810
Chicago, IL 60606

Vicinet LLC
250 E Pearson Street Unit 1601
Chicago, IL 60611

☐ None [Check if applicable]

October 27, 2021

Date

/s/ Jonathan P. Friedland

Jonathan P. Friedland

Signature of Attorney or Litigant

Counsel for **Golden Fleece Beverages, Inc.**

Sugar Felsenthal Grais & Helsinger LLP

30 N. LaSalle St.
Suite 3000

Chicago, IL 60602

(312) 704-9400

jfriedland@sfggh.com

Date: 10/14/21

Time: 13:07

Balance Sheet as of 09/30/21

Account Name	Balance
<u>Assets</u>	
<u>Current Assets - Current Assets</u>	
Cash & Equiv. - Cash & Equivalents	
11320000-00-000-00 - GFB Operating Bank – Chase – 6529	\$ 12,223.58
11330000-00-000-00 - GFB Licensing Depository - Chase - 6537	\$ 1,570.24
11460000-00-000-00 - GFB - Holding Bank - Chase - 1879	\$ 44,479.41
<u>Total Cash & Equiv. - Cash & Equivalents</u>	\$ 58,273.23

Accounts Receiv - Accounts Receivable	
12100000-00-000-00 - Accounts Receivable	\$ 1,250,562.51
12700000-00-000-00 - Stapleton – Receivable	\$ (47,905.34)
12900000-00-000-00 - Other Receivables	\$ 51,453.36
<u>Total Accounts Receiv - Accounts Receivable</u>	\$ 1,254,110.53

Inventories - Inventory	
13140000-00-000-00 - Ingredients - Inventory	\$ 208,817.38
13180000-00-000-00 - Retail Operating Supplies & Disposables - Inventory	\$ 10,462.14
13190000-00-000-00 - Signature RTD - Inventory	\$ 220,190.05

Date: 10/14/21

Time: 13:07

Continue

Balance Sheet as of 09/30/21

Account Name	Balance
13210000-00-000-00 - Tea - Inventory	\$ 168,761.44
13230000-00-000-00 - RTD & BIB Packaging - Inventory	\$ 310,188.03
13260000-00-000-00 - Signature BIB - Inventory	\$ 43,320.65
<u>Total Inventories - Inventory</u>	\$ 961,739.69

Prepaid Expense - Prepaid Expense	
14500000-00-000-00 - Prepaid Insurance	\$ 12,253.17
14600000-00-000-00 - Other Prepaid Expenses	\$ 19,583.50
<u>Total Prepaid Expense - Prepaid Expense</u>	\$ 31,836.67

Other Current A - Due From Affiliate	
<u>Total Other Current A - Due From Affiliate</u>	

<u>Total Current Assets - Current Assets</u>	\$ 2,305,960.12

<u>Fixed Assets - Fixed Assets</u>	

Date: 10/14/21

Time: 13:07

Continue

Balance Sheet as of 09/30/21

Account Name	Balance
LH Improve - Leasehold Improvements	
16100000-00-000-00 - Architect & Plans	\$ 8,500.00
<u>Total LH Improve - Leasehold Improvements</u>	\$ 8,500.00

Prop. & Equip. - Property & Equipment	
17000000-00-000-00 - Computer & Software Equipment - Assets	\$ 12,784.03
17100000-00-000-00 - Retail Store Equipment - Assets	\$ 54,917.67
17200000-00-000-00 - Production Equipment - Assets	\$ 150,000.00
17300000-00-000-00 - Furniture, Fixtures & Signage - Assets	\$ 2,298.30
17800000-00-000-00 - Accumulated Depreciation	\$ (45,081.49)
<u>Total Prop. & Equip. - Property & Equipment</u>	\$ 174,918.51

<u>Total Fixed Assets - Fixed Assets</u>	\$ 183,418.51

<u>L/T Assets - Long Term Assets</u>	
Other L/T Asset - Other Assets	

Date: 10/14/21

Time: 13:07

Continue

Balance Sheet as of 09/30/21

Account Name	Balance
<u>Total Other L/T Asset - Other Assets</u>	

<u>Total L/T Assets - Long Term Assets</u>	

Total Assets	\$ 2,489,378.63
	\$ 2,489,378.63
	=====
<u>Liabilities</u>	
<u>Current Liabs - Current Liabilities</u>	
Accounts Payabl - Accounts Payable	
21100000-00-000-00 - Accounts Payable	\$ 1,340,709.61
21110000-00-000-00 - Goods Received Not Invoiced	\$ 21,247.39
<u>Total Accounts Payabl - Accounts Payable</u>	\$ 1,361,957.00

Credit Cards - Credit Card Liabilities	
<u>Total Credit Cards - Credit Card Liabilities</u>	

Date: 10/14/21

Time: 13:07

Continue

Balance Sheet as of 09/30/21

Account Name	Balance

Club Cards - Gift Cards	
<u>Total Club Cards - Gift Cards</u>	

Other Credit - Other Current Maturities	
<u>Total Other Credit - Other Current Maturities</u>	

Sales Tax Payab - Sales Tax Payable	
22300000-00-000-00 - ST-1	\$ 373.99
<u>Total Sales Tax Payab - Sales Tax Payable</u>	\$ 373.99

Accrued Expense - Accrued Expenses	
22400001-00-000-00 - Accrued Payroll	\$ 13,778.79
22400002-00-000-00 - Accrued Benefits Programs	\$ 1,513.62
22400003-00-000-00 - Accrued Bonuses & Commissions	\$ 30,283.12
22400004-00-000-00 - Accrued Expense Reimbursements	\$ 12,688.92

Date: 10/14/21

Time: 13:07

Continue

Balance Sheet as of 09/30/21

Account Name	Balance
22410000-00-000-00 - Other Accrued Expenses	\$ 178,433.40
22430000-00-000-00 - Accrued 401k Liability	\$ (10,931.66)
22440000-00-000-00 - Accrued Payroll Tax	\$ 6,353.10
22470000-00-000-00 - Accrued Manufacturing Fee	\$ 6,556.08
22490000-00-000-00 - Accrued Operating Expenses	\$ 57,648.58
<u>Total Accrued Expense - Accrued Expenses</u>	\$ 296,323.95

Deferred Revenue - Deferred Revenue	
<u>Total Deferred Revenue - Deferred Revenue</u>	

<u>Total Current Liabs - Current Liabilities</u>	\$ 1,658,654.94

<u>L/Term Liabs - Long Term Liabilities</u>	
Notes Payabl-LT - Notes Payable - Long Term	
<u>Total Notes Payabl-LT - Notes Payable - Long Term</u>	

Date: 10/14/21

Time: 13:07

Continue

Balance Sheet as of 09/30/21

Account Name	Balance
Capital Leases - Capital Leases - Long Term	
<u>Total Capital Leases - Capital Leases - Long Term</u>	
Corp. Structure - Corporate Structure Debt & Other	
<u>Total Corp. Structure - Corporate Structure Debt & Other</u>	
<u>Total L/Term Liabs - Long Term Liabilities</u>	
Total Liabilities	\$ 1,658,654.94
<u>Equity</u>	
<u>Equity - Equity</u>	
Common Stock - Common Stock	
<u>Total Common Stock - Common Stock</u>	
Preferred Stock - Preferred Stock	

Date: 10/14/21

Time: 13:07

Continue

Balance Sheet as of 09/30/21

Account Name	Balance
31110000-00-000-00 - A-Series Preferred Stock	\$ 2.60
31130000-00-000-00 - A-1 Series Preferred Stock	\$ 91.17
<u>Total Preferred Stock - Preferred Stock</u>	<u>\$ 93.77</u>

Paid-In Capital - Paid-In Capital	
31120000-00-000-00 - APIC A-Series Preferred Stock	\$ 179,414.47
31140000-00-000-00 - APIC A-1 Series Preferred Stock	\$ 3,149,908.59
<u>Total Paid-In Capital - Paid-In Capital</u>	<u>\$ 3,329,323.06</u>

Retained Earnin - Retained Earnings	
<u>Total Retained Earnin - Retained Earnings</u>	<u></u>

<u>Total Equity - Equity</u>	<u>\$ 3,329,416.83</u>

Profit Period	\$ (2,498,693.14)
<u>Total Equity</u>	<u>\$ 830,723.69</u>

Date: 10/14/21

Time: 13:07

Continue

Balance Sheet as of 09/30/21

Account Name	Balance
	\$ 2,489,378.63 =====

Profit and Loss Statement **From 01/01/21 To 09/30/21**

Date 10/14/21
Time 13:06

Account Name	Balance	Year-to-Date
<u>Revenues</u>		
<u>Income - Income</u>		
Sales - Sales - Product Sales		
41100000-00-000-00 - Alternative RTD - Sales	\$ 381.35	\$ 381.35
41110000-00-000-00 - Coffee Drinks - Sales	\$ 2,131.49	\$ 2,131.49
41140000-00-000-00 - Ingredients - Sales	\$ 19,839.84	\$ 19,839.84
41170000-00-000-00 - Signature Drink & BIB - Sales	\$ 32,793.90	\$ 32,793.90
41180000-00-000-00 - Retail Operating Supplies & Disposables - Sales	\$ 16,406.27	\$ 16,406.27
41190000-00-000-00 - Signature RTD - Sales	\$ 1,997,348.89	\$ 1,997,348.89
41200000-00-000-00 - Food & Impulse - Sales	\$ 13,780.99	\$ 13,780.99
41210000-00-000-00 - Tea - Sales	\$ 18,944.93	\$ 18,944.93
<u>Total Sales - Sales - Product Sales</u>	\$ 2,101,627.66	\$ 2,101,627.66
	-----	-----
Licensing Fees - Licensing Fees		
41300000-00-000-00 - Licensing Fees	\$ 101,197.22	\$ 101,197.22
41310000-00-000-00 - Royalty Fees	\$ 68,195.54	\$ 68,195.54
41320000-00-000-00 - Marketing Fees	\$ 1,980.00	\$ 1,980.00
	-----	-----

Date 10/14/21
Time 13:06

Continue

Profit and Loss Statement

From 01/01/21 To 09/30/21

Account Name	Balance	Year-to-Date
<u>Total Licensing Fees - Licensing Fees</u>	\$ 171,372.76	\$ 171,372.76
	-----	-----
Rev Adjustments - Revenue Adjustments		
42200000-00-000-00 - CPG - Off Invoice	\$ (14,878.08)	\$ (14,878.08)
42210000-00-000-00 - CPG - Manufacturer Chargeback	\$ (195,376.25)	\$ (195,376.25)
42220000-00-000-00 - CPG - Scans	\$ (21,097.05)	\$ (21,097.05)
42330000-00-000-00 - CPG - Spoilage Allowances	\$ (2,700.00)	\$ (2,700.00)
42230000-00-000-00 - CPG - Other Deductions	\$ (169.67)	\$ (169.67)
42315000-00-000-00 - CPG - Placement / New Item Fees	\$ (33,047.57)	\$ (33,047.57)
42320000-00-000-00 - AR Cash Discounts	\$ (20,875.80)	\$ (20,875.80)
	-----	-----
<u>Total Rev Adjustments - Revenue Adjustments</u>	\$ (288,144.42)	\$ (288,144.42)
	-----	-----
Shp&Hndl Reven - Shipping & Handling Revenue		
42300000-00-000-00 - Shipping & Handling Revenue	\$ 2,196.13	\$ 2,196.13
	-----	-----
<u>Total Shp&Hndl Reven - Shipping & Handling Revenue</u>	\$ 2,196.13	\$ 2,196.13
	-----	-----
Other Revenue - Other Revenue		

Continue

Profit and Loss Statement

Date 10/14/21

Time 13:06

From 01/01/21 To 09/30/21

Account Name	Balance	Year-to-Date
42310000-00-000-00 - Other Revenue	\$ 4.70	\$ 4.70
<u>Total Other Revenue - Other Revenue</u>	\$ 4.70	\$ 4.70
<u>Total Income - Income</u>	\$ 1,987,056.83	\$ 1,987,056.83
Total Revenues	\$ 1,987,056.83	\$ 1,987,056.83
<u>Cost of Sales</u>		
<u>COGS - Cost of Goods Sold</u>		
Cost of Goods S - Cost of Goods Sold		
51100000-00-000-00 - Alternative RTD - COGS	\$ (343.87)	\$ (343.87)
51110000-00-000-00 - Coffee - COGS	\$ (1,691.90)	\$ (1,691.90)
51140000-00-000-00 - Ingredients - COGS	\$ (11,163.63)	\$ (11,163.63)
51190000-00-000-00 - Retail Operating Supplies & Disposables - COGS	\$ (15,181.64)	\$ (15,181.64)
51200000-00-000-00 - Signature RTD - COGS	\$ (1,028,099.65)	\$ (1,028,099.65)
51210000-00-000-00 - Food & Impulse - COGS	\$ (14,262.16)	\$ (14,262.16)
51220000-00-000-00 - Tea - COGS	\$ (7,254.56)	\$ (7,254.56)
51230000-00-000-00 - Signature BIB - COGS	\$ (21,308.85)	\$ (21,308.85)

Continue

Profit and Loss Statement

Date 10/14/21
Time 13: 06

From 01/01/21 To 09/30/21

Account Name	Balance	Year-to-Date
<u>Total Cost of Goods S - Cost of Goods Sold</u>	\$ (1,099,306.26)	\$ (1,099,306.26)
	-----	-----
Waste & Varianc - Waste & Variance		
52100000-00-000-00 - Waste (recorded)	\$ (85,606.55)	\$ (85,606.55)
52110000-00-000-00 - Variance	\$ (5,180.81)	\$ (5,180.81)
	_____	_____
<u>Total Waste & Varianc - Waste & Variance</u>	\$ (90,787.36)	\$ (90,787.36)
	-----	-----
Ship & Hnd COGS - Shipping & Handling COGS		
53100000-00-000-00 - Shipping & Handling Outbound - COGS	\$ (309,237.92)	\$ (309,237.92)
53110000-00-000-00 - Shipping & Handling Inbound - COGS	\$ (169,143.43)	\$ (169,143.43)
	_____	_____
<u>Total Ship & Hnd COGS - Shipping & Handling COGS</u>	\$ (478,381.35)	\$ (478,381.35)
	-----	-----
<u>Total COGS - Cost of Goods Sold</u>	\$ (1,668,474.97)	\$ (1,668,474.97)
	-----	-----
Total Cost of Sales	\$ (1,668,474.97)	\$ (1,668,474.97)
	_____	_____

Continue

Profit and Loss Statement

Date 10/14/21
Time 13:06

From 01/01/21 To 09/30/21

Account Name	Balance	Year-to-Date
Gross Profit	\$ 318,581.86	\$ 318,581.86
<u>Expenses</u>		
<u>Dir. Operating - Direct Operating Expenses</u>		
Supplies - Supplies		
61100000-00-000-00 - Operating Supplies	\$ (153.56)	\$ (153.56)
<u>Total Supplies - Supplies</u>	\$ (153.56)	\$ (153.56)
	-----	-----
Services - Services		
61290000-00-000-00 - Warehousing Expenses	\$ (68,354.02)	\$ (68,354.02)
61410000-00-000-00 - Shipping & Handling Expenses	\$ (177,129.80)	\$ (177,129.80)
<u>Total Services - Services</u>	\$ (245,483.82)	\$ (245,483.82)
	-----	-----
Cash Management - Cash Management		
<u>Total Cash Management - Cash Management</u>		
	-----	-----

Continue

Profit and Loss Statement

Date 10/14/21
Time 13:06

From 01/01/21 To 09/30/21

Account Name	Balance	Year-to-Date
Royalty Expense - Royalty Expense		
<u>Total Royalty Expense - Royalty Expense</u>		
<u>Total Dir. Operating - Direct Operating Expenses</u>	\$ (245,637.38)	\$ (245,637.38)
<u>Payroll & Bene. - Payroll & Benefits</u>		
Retail Wages - Retail Wages & Salaries		
<u>Total Retail Wages - Retail Wages & Salaries</u>		
Management Sala - Retail Management Salaries		
<u>Total Management Sala - Retail Management Salaries</u>		

Continue

Profit and Loss Statement

Date 10/14/21
Time 13:06

From 01/01/21 To 09/30/21

Account Name	Balance	Year-to-Date
Corp Salaries - Corporate Salaries		
62200000-00-000-00 - Corporate Salaries	\$ (466,352.67)	\$ (466,352.67)
<u>Total Corp Salaries - Corporate Salaries</u>	\$ (466,352.67)	\$ (466,352.67)
Payroll Taxes - Payroll Taxes		
62400000-00-000-00 - FICA Expense	\$ (16,818.99)	\$ (16,818.99)
62410000-00-000-00 - State Unemployment Tax	\$ (2,127.35)	\$ (2,127.35)
62420000-00-000-00 - Fed Unemployment Tax	\$ (156.77)	\$ (156.77)
<u>Total Payroll Taxes - Payroll Taxes</u>	\$ (19,103.11)	\$ (19,103.11)
Payroll Process - Payroll Processing Fees		
62500000-00-000-00 - Payroll Processing Fees	\$ (1,778.74)	\$ (1,778.74)
<u>Total Payroll Process - Payroll Processing Fees</u>	\$ (1,778.74)	\$ (1,778.74)
Bonuses & Commi - Bonuses & Commissions		

Continue

Profit and Loss Statement

Date 10/14/21
Time 13:06

From 01/01/21 To 09/30/21

Account Name	Balance	Year-to-Date
62600000-00-000-00 - Sales Commissions	\$ (44,928.93)	\$ (44,928.93)
<u>Total Bonuses & Commi - Bonuses & Commissions</u>	\$ (44,928.93)	\$ (44,928.93)
	-----	-----
Benefits - Benefits		
62610000-00-000-00 - Employee Benefits	\$ (18,079.99)	\$ (18,079.99)
<u>Total Benefits - Benefits</u>	\$ (18,079.99)	\$ (18,079.99)
	-----	-----
<u>Total Payroll & Bene. - Payroll & Benefits</u>	\$ (550,243.44)	\$ (550,243.44)
	-----	-----
<u>LH & Occupancy - Leaseholds & Occupancy</u>		
Leaseholds - Leaseholds		
<u>Total Leaseholds - Leaseholds</u>		
	-----	-----
Utilities - Utilities		

Continue

Profit and Loss Statement

Date 10/14/21
Time 13:06

From 01/01/21 To 09/30/21

Account Name	Balance	Year-to-Date
<u>Total Utilities - Utilities</u>		
<u>Total LH & Occupancy - Leaseholds & Occupancy</u>		
<u>Repairs & Maint - Repairs & Maintenance</u>		
Equip & Facilit - Equipment & Facilities		
<u>Total Equip & Facilit - Equipment & Facilities</u>		
<u>Total Repairs & Maint - Repairs & Maintenance</u>		
<u>Sales & Market. - Sales & Marketing</u>		
Sales & Distrib - Sales & Distribution		

Continue

Profit and Loss Statement

Date 10/14/21
Time 13:06

From 01/01/21 To 09/30/21

Account Name	Balance	Year-to-Date
<u>Total Sales & Distrib - Sales & Distribution</u>		
Sales & Marketi - Sampling		
65110000-00-000-00 - Sampling Product & Supplies	\$ (2,449.63)	\$ (2,449.63)
65120000-00-000-00 - Collateral Posters & Displays	\$ (16,215.68)	\$ (16,215.68)
<u>Total Sales & Marketi - Sampling</u>	\$ (18,665.31)	\$ (18,665.31)
Promotions - Promotions & Data		
65210000-00-000-00 - Discounts	\$ (1,503.48)	\$ (1,503.48)
<u>Total Promotions - Promotions & Data</u>	\$ (1,503.48)	\$ (1,503.48)
Marketing - Marketing		
65220000-00-000-00 - Market Research	\$ (7,549.22)	\$ (7,549.22)
65300000-00-000-00 - PR/Advertising	\$ (39,591.67)	\$ (39,591.67)
65310000-00-000-00 - Digital Marketing	\$ (75,000.14)	\$ (75,000.14)
65320000-00-000-00 - Graphic Designer Fees	\$ (3,712.50)	\$ (3,712.50)

Continue

Profit and Loss Statement

Date 10/14/21

Time 13:06

From 01/01/21 To 09/30/21

Account Name	Balance	Year-to-Date
65340000-00-000-00 - Dues & Subscriptions	\$ (1,854.21)	\$ (1,854.21)
65350000-00-000-00 - Tradeshows & Events	\$ (7,331.07)	\$ (7,331.07)
<u>Total Marketing - Marketing</u>	\$ (135,038.81)	\$ (135,038.81)
<u>Total Sales & Market. - Sales & Marketing</u>	\$ (155,207.60)	\$ (155,207.60)
<u>Gen. & Admin. - General & Administrative</u>		
Administrative - Administrative		
66110000-00-000-00 - Legal Services	\$ (56,819.15)	\$ (56,819.15)
66120000-00-000-00 - Outsourced Services	\$ (25,730.14)	\$ (25,730.14)
<u>Total Administrative - Administrative</u>	\$ (82,549.29)	\$ (82,549.29)
Application & S - Application & System Services		
66220000-00-000-00 - Outsourced Applications	\$ (11,031.17)	\$ (11,031.17)
<u>Total Application & S - Application & System Services</u>	\$ (11,031.17)	\$ (11,031.17)

Continue

Profit and Loss Statement

Date 10/14/21
Time 13:06

From 01/01/21 To 09/30/21

Account Name	Balance	Year-to-Date
	-----	-----
Licenses & Perm - Licenses & Permits		
66500000-00-000-00 - Business Licenses & Permits	\$ (3,104.19)	\$ (3,104.19)
	-----	-----
<u>Total Licenses & Perm - Licenses & Permits</u>	\$ (3,104.19)	\$ (3,104.19)
	-----	-----
Insurance - Insurance		
63310000-00-000-00 - Business Insurance	\$ (16,207.70)	\$ (16,207.70)
62650000-00-000-00 - Workers Compensation Insurance	\$ (1,428.50)	\$ (1,428.50)
	-----	-----
<u>Total Insurance - Insurance</u>	\$ (17,636.20)	\$ (17,636.20)
	-----	-----
Office - Office		
66400000-00-000-00 - Bank Fees & Charges	\$ (524.12)	\$ (524.12)
66660000-00-000-00 - Office Supplies	\$ (3,000.83)	\$ (3,000.83)
	-----	-----
<u>Total Office - Office</u>	\$ (3,524.95)	\$ (3,524.95)
	-----	-----

Continue

Profit and Loss Statement

Date 10/14/21
Time 13:06

From 01/01/21 To 09/30/21

Account Name	Balance	Year-to-Date
Telco Services - Telco Services		
66710000-00-000-00 - Cell Phone	\$ (1,140.00)	\$ (1,140.00)
66730000-00-000-00 - Internet & Data	\$ (5.96)	\$ (5.96)
<u>Total Telco Services - Telco Services</u>	\$ (1,145.96)	\$ (1,145.96)
Auto Expense - Auto Expense		
66820000-00-000-00 - Mileage & Parking	\$ (1,183.85)	\$ (1,183.85)
<u>Total Auto Expense - Auto Expense</u>	\$ (1,183.85)	\$ (1,183.85)
Travel & Entert - Travel & Entertainment		
66900000-00-000-00 - Airfare	\$ (7,954.79)	\$ (7,954.79)
66910000-00-000-00 - Car Rental Taxi & Business Transportation	\$ (5,106.82)	\$ (5,106.82)
66920000-00-000-00 - Lodging	\$ (6,071.13)	\$ (6,071.13)
66930000-00-000-00 - Business Meals	\$ (3,117.81)	\$ (3,117.81)
66940000-00-000-00 - Business Entertainment	\$ (2,484.27)	\$ (2,484.27)
<u>Total Travel & Entert - Travel & Entertainment</u>	\$ (24,734.82)	\$ (24,734.82)

Continue

Profit and Loss Statement

Date 10/14/21
Time 13:06

From 01/01/21 To 09/30/21

Account Name	Balance	Year-to-Date
<u>Total Gen. & Admin. - General & Administrative</u>	\$ (144,910.43)	\$ (144,910.43)
	-----	-----
Total Expenses	\$ (1,095,998.85)	\$ (1,095,998.85)
	-----	-----
<u>Operating Profit</u>	\$ (777,416.99)	\$ (777,416.99)
<u>Financing</u>		
	-----	-----
Total Financing		
	-----	-----
<u>Profit After Financing Expenses</u>	\$ (777,416.99)	\$ (777,416.99)
<u>Other Revenues and Expenses</u>		
<u>One Time & Inv - One Time & Investing Expenses</u>		
Open/Close Stor - Open & Close Store Expenses		
80170000-00-000-00 - Store Opening/Closing Expenses	\$ (254.00)	\$ (254.00)
	-----	-----
<u>Total Open/Close Stor - Open & Close Store Expenses</u>	\$ (254.00)	\$ (254.00)
	-----	-----

Continue

Profit and Loss Statement

Date 10/14/21

Time 13:06

From 01/01/21 To 09/30/21

Account Name	Balance	Year-to-Date
Operating - Operating		
80210000-00-000-00 - New Product Development Expenses	\$ (28,457.28)	\$ (28,457.28)
<u>Total Operating - Operating</u>	\$ (28,457.28)	\$ (28,457.28)
<u>Total One Time & Inv - One Time & Investing Expenses</u>	\$ (28,711.28)	\$ (28,711.28)
<u>Other Income/Ex - Other Income/Expense</u>		
80310000-00-000-00 - Interest Expense/Finance Charges	\$ (139.54)	\$ (139.54)
80330000-00-000-00 - Other Expense	\$ (14,916.72)	\$ (14,916.72)
80340000-00-000-00 - Gain or Loss on Sale Fixed Assets	\$ 394,194.38	\$ 394,194.38
80360000-00-000-00 - Depreciation & Amortization	\$ (25,372.71)	\$ (25,372.71)
<u>Total Other Income/Ex - Other Income/Expense</u>	\$ 353,765.41	\$ 353,765.41
<u>Corporate Taxes - Corporate Taxes</u>		
<u>Total Corporate Taxes - Corporate Taxes</u>		

Continue

Profit and Loss Statement

Date 10/14/21
Time 13:06

From 01/01/21 To 09/30/21

Account Name	Balance	Year-to-Date
	-----	-----
<u>OpeningBalance - Opening Balance</u>		
Opening Balance - Opening Balance		
	_____	_____
<u>Total Opening Balance - Opening Balance</u>		
	-----	-----
<u>Total OpeningBalance - Opening Balance</u>		
	-----	-----
Total Other Revenues and Expenses	\$ 325,054.13	\$ 325,054.13
	_____	_____
<u>Profit Period</u>	\$ (452,362.86)	\$ (452,362.86)
<u>#9</u>		
Total #9		
	_____	_____
	\$ (452,362.86)	\$ (452,362.86)
<u>#10</u>		
	_____	_____

Golden Fleece Beverages, Inc.
Cash Flow Statement
1/1/21 to 9/30/21

Cashflow from Operating Activities (1,120,632.20)

Payments for Invoices from Customers	1,132,417.33
Payments from Customers - CPG	904,196.22
Payments from Customers - Licensing & Other	228,221.11
Down Payments Received from Customers	
Purchase Credit Memos Paid by Vendors	
Down Payments to Vendors	
Sales Credit Memos Paid to Customers	
Cash Paid for Rent	
Cash Paid for Electricity	
Cash Paid for Phones	
Payments to Employees, e.g. Wages	(499,374.45)
Other Operating Payments	
Corporate Income Tax Paid	
VAT Paid	
Interest Paid - Operating Activities	
Payments for Invoices to Vendors	(1,753,675.08)
Payments for Invoices - CPG Working Capital	(957,344.25)
Payments for Invoices - Other	(796,330.83)

Cashflow from Investing Activities 558,193.93

Payments for Purchase of the Fixed Assets	(8,500.00)
Payments for Purchase of Shares/Obligations	
Payments from Sale of Fixed Assets	566,693.93
Payments from Sale of Shares/Obligations	
Dividends Received - Investing Activities	
Interest Received - Investing Activities	

Cashflow from Financing Activities (9,159.51)

Payments/Receipts for Purchase of Shares/Obligations	(9,159.51)
Payments/Receipts from Long-term Borrowings	
Payment for Finance Lease Liabilities	
Redemption of Shares	
Repayment of Loans	
Dividend Paid	
Interest Received - Financing Activities	
Interest Paid - Financing Activities	

Net Cash Flow

(571,597.78)

		<u>6529</u>	<u>6537</u>	<u>6552</u>	<u>1879</u>
1/1/21 Bank Balance	629,871.01	305,003.42	-	-	324,867.59
9/30/21 Bank Balance	<u>58,273.23</u>	12,223.58	1,570.24	-	44,479.41
	<u>571,597.78</u>				

Form **1120**Department of the Treasury
Internal Revenue ServiceFor calendar year 2020 or tax year beginning **JANUARY 15, 2020**, ending **DECEMBER 31, 2020****U.S. Corporation Income Tax Return**

OMB No. 1545-0123

2020Go to www.irs.gov/Form1120 for instructions and the latest information.**A Check if:**

- 1a Consolidated return (attach Form 851) ☐
- b Life/nonlife consolidated return ☐
- 2 Personal holding co. (attach Sch. PH) ☐
- 3 Personal service corp. (see instructions) ☐
- 4 Schedule M-3 attached ☐

**TYPE
OR
PRINT**

Name

GOLDEN FLEECE BEVERAGES

Number, street, and room or suite no. If a P.O. box, see instructions.

250 E PEARSON STREET #1601

City or town, state or province, country, and ZIP or foreign postal code

CHICAGO, IL 60611**B** Employer identification number**84-4466776****C** Date incorporated**01/15/2020****D** Total assets (see instructions)**\$ 2,126,591.****E** Check if: (1) ☒ Initial return (2) ☐ Final return (3) ☐ Name change (4) ☐ Address change

Income	1a Gross receipts or sales	1a	1,751,973.	
	b Returns and allowances	1b	46,283.	
	c Balance. Subtract line 1b from line 1a			1c 1,705,690.
	2 Cost of goods sold (attach Form 1125-A)			2 1,272,126.
	3 Gross profit. Subtract line 2 from line 1c			3 433,564.
	4 Dividends and inclusions (Schedule C, line 23)			4
	5 Interest			5
	6 Gross rents			6
	7 Gross royalties			7
	8 Capital gain net income (attach Schedule D (Form 1120))			8
	9 Net gain or (loss) from Form 4797, Part II, line 17 (attach Form 4797)			9 509,412.
10 Other income (attach statement)		SEE STATEMENT 1	10 191,627.	
11 Total income. Add lines 3 through 10			11 1,134,603.	
Deductions (See instructions for limitations on deductions.)	12 Compensation of officers (attach Form 1125-E)			12
	13 Salaries and wages (less employment credits)			13 950,712.
	14 Repairs and maintenance			14
	15 Bad debts			15 5,249.
	16 Rents			16 4,831.
	17 Taxes and licenses		SEE STATEMENT 2	17 25,148.
	18 Interest (see instructions)			18 603.
	19 Charitable contributions			19
	20 Depreciation from Form 4562 not claimed on Form 1125-A or elsewhere on return (attach Form 4562)			20 81,499.
	21 Depletion			21
	22 Advertising			22 45,227.
	23 Pension, profit-sharing, etc., plans			23
	24 Employee benefit programs			24 28,686.
	25 Reserved for future use			25
	26 Other deductions (attach statement)		SEE STATEMENT 3	26 1,762,867.
	27 Total deductions. Add lines 12 through 26			27 2,904,822.
	28 Taxable income before net operating loss deduction and special deductions. Subtract line 27 from line 11			28 -1,770,219.
29a Net operating loss deduction (see instructions)	29a			
b Special deductions (Schedule C, line 24)	29b			
c Add lines 29a and 29b			29c	
Tax, Refundable Credits, and Payments	30 Taxable income. Subtract line 29c from line 28. See instructions			30 -1,770,219.
	31 Total tax (Schedule J, Part I, line 11)			31 0.
	32 2020 net 965 tax liability paid (Schedule J, Part II, line 12)			32
	33 Total payments, credits, and section 965 net tax liability (Schedule J, Part III, line 23)			33
	34 Estimated tax penalty. See instructions. Check if Form 2220 is attached <input type="checkbox"/>			34
	35 Amount owed. If line 33 is smaller than the total of lines 31, 32, and 34, enter amount owed			35 0.
	36 Overpayment. If line 33 is larger than the total of lines 31, 32, and 34, enter amount overpaid			36
37 Enter amount from line 36 you want: Credited to 2021 estimated tax <input checked="" type="checkbox"/> Refunded <input type="checkbox"/>			37	
Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.			May the IRS discuss this return with the preparer shown below? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
	Signature of officer _____ Date _____ PRESIDENT Title			
Paid	Print/Type preparer's name	Preparer's signature	Date	Check if self-employed <input type="checkbox"/> PTIN
Preparer	ROBERT H. MINSHALL	ROBERT H. MINSHALL	10/15/21	<input type="checkbox"/> 36-2929601
Use Only	Firm's name FGMK, LLC	Firm's EIN 36-2929601		
	Firm's address 2801 LAKESIDE DRIVE, 3RD FLOOR	Phone no. 847-374-0400		
	BANNOCKBURN, IL 60015			

Form 1120 (2020)

GOLDEN FLEECE BEVERAGES

84-4466776 Page 2

Schedule C Dividends, Inclusions, and Special Deductions (see instructions)	(a) Dividends and inclusions	(b) %	(c) Special deductions (a) x (b)
1 Dividends from less-than-20%-owned domestic corporations (other than debt-financed stock)		50	
2 Dividends from 20%-or-more-owned domestic corporations (other than debt-financed stock)		65	
3 Dividends on certain debt-financed stock of domestic and foreign corporations		See Instructions	
4 Dividends on certain preferred stock of less-than-20%-owned public utilities		23.3	
5 Dividends on certain preferred stock of 20%-or-more-owned public utilities		26.7	
6 Dividends from less-than-20%-owned foreign corporations and certain FSCs		50	
7 Dividends from 20%-or-more-owned foreign corporations and certain FSCs		65	
8 Dividends from wholly owned foreign subsidiaries		100	
9 Subtotal. Add lines 1 through 8		See Instructions	
10 Dividends from domestic corporations received by a small business investment company operating under the Small Business Investment Act of 1958		100	
11 Dividends from affiliated group members		100	
12 Dividends from certain FSCs		100	
13 Foreign-source portion of dividends received from a specified 10%-owned foreign corporation (excluding hybrid dividends) (see instructions)		100	
14 Dividends from foreign corporations not included on line 3, 6, 7, 8, 11, 12, or 13 (including any hybrid dividends)			
15 Section 965(a) inclusion		See Instructions	
16a Subpart F inclusions derived from the sale by a controlled foreign corporation (CFC) of the stock of a lower-tier foreign corporation treated as a dividend (attach Form(s) 5471) (see instructions)		100	
b Subpart F inclusions derived from hybrid dividends of tiered corporations (attach Form(s) 5471) (see instructions)			
c Other inclusions from CFCs under subpart F not included on line 15, 16a, 16b, or 17 (attach Form(s) 5471) (see instructions)			
17 Global Intangible Low-Taxed Income (GILTI) (attach Form(s) 5471 and Form 8992)			
18 Gross-up for foreign taxes deemed paid			
19 IC-DISC and former DISC dividends not included on line 1, 2, or 3			
20 Other dividends			
21 Deduction for dividends paid on certain preferred stock of public utilities			
22 Section 250 deduction (attach Form 8993)			
23 Total dividends and inclusions. Add column (a), lines 9 through 20. Enter here and on page 1, line 4			
24 Total special deductions. Add column (c), lines 9 through 22. Enter here and on page 1, line 29b			

Form **1120** (2020)

Schedule J Tax Computation and Payment (see instructions)**Part I - Tax Computation**

1	Check if the corporation is a member of a controlled group (attach Schedule O (Form 1120))	<input type="checkbox"/>	
2	Income tax. See instructions		0.
3	Base erosion minimum tax amount (attach Form 8991)		
4	Add lines 2 and 3		0.
5a	Foreign tax credit (attach Form 1118)	5a	
b	Credit from Form 8834 (see instructions)	5b	
c	General business credit (attach Form 3800)	5c	
d	Credit for prior year minimum tax (attach Form 8827)	5d	
e	Bond credits from Form 8912	5e	
6	Total credits. Add lines 5a through 5e	6	
7	Subtract line 6 from line 4	7	0.
8	Personal holding company tax (attach Schedule PH (Form 1120))	8	
9a	Recapture of investment credit (attach Form 4255)	9a	
b	Recapture of low-income housing credit (attach Form 8611)	9b	
c	Interest due under the look-back method-completed long-term contracts (attach Form 8697)	9c	
d	Interest due under the look-back method-income forecast method (attach Form 8866)	9d	
e	Alternative tax on qualifying shipping activities (attach Form 8902)	9e	
f	Interest/tax due under Section 453A(c) and/or Section 453(l)	9f	
g	Other (see instructions - attach statement)	9g	
10	Total. Add lines 9a through 9g	10	
11	Total tax. Add lines 7, 8, and 10. Enter here and on page 1, line 31	11	0.

Part II - Section 965 Payments (see instructions)

12	2020 net 965 tax liability paid from Form 965-B, Part II, column (k), line 4. Enter here and on page 1, line 32	12	
----	---	----	--

Part III - Payments, Refundable Credits, and Section 965 Net Tax Liability

13	2019 overpayment credited to 2020	13	
14	2020 estimated tax payments	14	
15	2020 refund applied for on Form 4466	15	()
16	Combine lines 13, 14, and 15	16	
17	Tax deposited with Form 7004	17	
18	Withholding (see instructions)	18	
19	Total payments. Add lines 16, 17, and 18	19	
20	Refundable credits from:		
a	Form 2439	20a	
b	Form 4136	20b	
c	Reserved for future use	20c	
d	Other (attach statement - see instructions)	20d	
21	Total credits. Add lines 20a through 20d	21	
22	2020 net 965 tax liability from Form 965-B, Part I, column (d), line 4. See instructions	22	
23	Total payments, credits, and section 965 net tax liability. Add lines 19, 21, and 22. Enter here and on page 1, line 33	23	

Form 1120 (2020) **GOLDEN FLEECE BEVERAGES**

84-4466776 Page 4

Schedule K Other Information (see instructions)

1 Check accounting method: a <input type="checkbox"/> Cash b <input checked="" type="checkbox"/> Accrual c <input type="checkbox"/> Other (specify) ▶ _____	Yes	No
2 See the instructions and enter the:		
a Business activity code no. ▶ 445299		
b Business activity ▶ RETAIL		
c Product or service ▶ BEVERAGES		
3 Is the corporation a subsidiary in an affiliated group or a parent-subsidiary controlled group? _____ If "Yes," enter name and EIN of the parent corporation ▶ _____		X
4 At the end of the tax year:		
a Did any foreign or domestic corporation, partnership (including any entity treated as a partnership), trust, or tax-exempt organization own directly 20% or more, or own, directly or indirectly, 50% or more of the total voting power of all classes of the corporation's stock entitled to vote? If "Yes," complete Part I of Schedule G (Form 1120) (attach Schedule G) _____		X
b Did any individual or estate own directly 20% or more, or own, directly or indirectly, 50% or more of the total voting power of all classes of the corporation's stock entitled to vote? If "Yes," complete Part II of Schedule G (Form 1120) (attach Schedule G) _____		X
5 At the end of the tax year, did the corporation:		
a Own directly 20% or more, or own, directly or indirectly, 50% or more of the total voting power of all classes of stock entitled to vote of any foreign or domestic corporation not included on Form 851 , Affiliations Schedule? For rules of constructive ownership, see instructions _____ If "Yes," complete (i) through (iv) below.		X

(i) Name of Corporation	(ii) Employer Identification Number (if any)	(iii) Country of Incorporation	(iv) Percentage Owned in Voting Stock

b Own directly an interest of 20% or more, or own, directly or indirectly, an interest of 50% or more in any foreign or domestic partnership (including an entity treated as a partnership) or in the beneficial interest of a trust? For rules of constructive ownership, see instructions _____ If "Yes," complete (i) through (iv) below.		X
---	--	----------

(i) Name of Entity	(ii) Employer Identification Number (if any)	(iii) Country of Organization	(iv) Maximum Percentage Owned in Profit, Loss, or Capital

6 During this tax year, did the corporation pay dividends (other than stock dividends and distributions in exchange for stock) in excess of the corporation's current and accumulated earnings and profits? See sections 301 and 316 _____ If "Yes," file Form 5452 , Corporate Report of Nondividend Distributions. See the instructions for Form 5452. If this is a consolidated return, answer here for the parent corporation and on Form 851 for each subsidiary.		X
7 At any time during the tax year, did one foreign person own, directly or indirectly, at least 25% of the total voting power of all classes of the corporation's stock entitled to vote or at least 25% of the total value of all classes of the corporation's stock? _____ For rules of attribution, see section 318. If "Yes," enter: (a) Percentage owned ▶ _____ and (b) Owner's country ▶ _____ (c) The corporation may have to file Form 5472 , Information Return of a 25% Foreign-Owned U.S. Corporation or a Foreign Corporation Engaged in a U.S. Trade or Business. Enter the number of Forms 5472 attached ▶ _____		X
8 Check this box if the corporation issued publicly offered debt instruments with original issue discount _____ ▶ <input type="checkbox"/> If checked, the corporation may have to file Form 8281 , Information Return for Publicly Offered Original Issue Discount Instruments.		
9 Enter the amount of tax-exempt interest received or accrued during the tax year ▶ \$ _____		
10 Enter the number of shareholders at the end of the tax year (if 100 or fewer) ▶ 27		
11 If the corporation has an NOL for the tax year and is electing to forego the carryback period, check here _____ ▶ <input checked="" type="checkbox"/> If the corporation is filing a consolidated return, the statement required by Regulations section 1.1502-21(b)(3) must be attached or the election will not be valid.		
12 Enter the available NOL carryover from prior tax years (do not reduce it by any deduction reported on page 1, line 29a.) _____ ▶ \$ _____		

Form 1120 (2020) **GOLDEN FLEECE BEVERAGES**

84-4466776 Page 5

Schedule K Other Information (continued from page 4)

	Yes	No
13 Are the corporation's total receipts (page 1, line 1a, plus lines 4 through 10) for the tax year and its total assets at the end of the tax year less than \$250,000? If "Yes," the corporation is not required to complete Schedules L, M-1, and M-2. Instead, enter the total amount of cash distributions and the book value of property distributions (other than cash) made during the tax year ► \$		X
14 Is the corporation required to file Schedule UTP (Form 1120), Uncertain Tax Position Statement? See instructions If "Yes," complete and attach Schedule UTP.		X
15a Did the corporation make any payments in 2020 that would require it to file Form(s) 1099?		X
b If "Yes," did or will the corporation file required Form(s) 1099?		
16 During this tax year, did the corporation have an 80%-or-more change in ownership, including a change due to redemption of its own stock?		X
17 During or subsequent to this tax year, but before the filing of this return, did the corporation dispose of more than 65% (by value) of its assets in a taxable, non-taxable, or tax deferred transaction?		X
18 Did the corporation receive assets in a section 351 transfer in which any of the transferred assets had a fair market basis or fair market value of more than \$1 million?		X
19 During the corporation's tax year, did the corporation make any payments that would require it to file Forms 1042 and 1042-S under chapter 3 (sections 1441 through 1464) or chapter 4 (sections 1471 through 1474) of the Code?		X
20 Is the corporation operating on a cooperative basis?		X
21 During the tax year, did the corporation pay or accrue any interest or royalty for which the deduction is not allowed under section 267A? See instructions If "Yes," enter the total amount of the disallowed deductions ► \$		X
22 Does the corporation have gross receipts of at least \$500 million in any of the 3 preceding tax years? (See sections 59A(e)(2) and (3)) If "Yes," complete and attach Form 8991.		X
23 Did the corporation have an election under section 163(j) for any real property trade or business or any farming business in effect during the tax year? See instructions		X
24 Does the corporation satisfy one or more of the following? See instructions a The corporation owns a pass-through entity with current, or prior year carryover, excess business interest expense. b The corporation's aggregate average annual gross receipts (determined under section 448(c)) for the 3 tax years preceding the current tax year are more than \$26 million and the corporation has business interest expense. c The corporation is a tax shelter and the corporation has business interest expense. If "Yes," complete and attach Form 8990.		X
25 Is the corporation attaching Form 8996 to certify as a Qualified Opportunity Fund? If "Yes," enter amount from Form 8996, line 15 ► \$		X
26 Since December 22, 2017, did a foreign corporation directly or indirectly acquire substantially all of the properties held directly or indirectly by the corporation, and was the ownership percentage (by vote or value) for purposes of section 7874 greater than 50% (for example, the shareholders held more than 50% of the stock of the foreign corporation)? If "Yes," list the ownership percentage by vote and by value. See instructions		X
Percentage: By Vote		
By Value		

Form **1120** (2020)

Schedule L Balance Sheets per Books		Beginning of tax year		End of tax year	
Assets		(a)	(b)	(c)	(d)
1	Cash				629,871.
2a	Trade notes and accounts receivable			401,046.	
b	Less allowance for bad debts	()		()	401,046.
3	Inventories				587,917.
4	U.S. government obligations				
5	Tax-exempt securities				
6	Other current assets (att. stmt.) STMT 4		0.		134,966.
7	Loans to shareholders				
8	Mortgage and real estate loans				
9	Other investments (att. stmt.)				
10a	Buildings and other depreciable assets			430,000.	
b	Less accumulated depreciation	()		(57,209.)	372,791.
11a	Depletable assets				
b	Less accumulated depletion	()		()	
12	Land (net of any amortization)				
13a	Intangible assets (amortizable only)				
b	Less accumulated amortization	()		()	
14	Other assets (att. stmt.)				
15	Total assets		0.		2,126,591.
Liabilities and Shareholders' Equity					
16	Accounts payable				530,800.
17	Mortgages, notes, bonds payable in less than 1 year				
18	Other current liabilities (att. stmt.) STMT 5		0.		492,122.
19	Loans from shareholders				
20	Mortgages, notes, bonds payable in 1 year or more				
21	Other liabilities (att. stmt.)				
22	Capital stock: a Preferred stock			91.	
b	Common stock				91.
23	Additional paid-in capital				3,149,909.
24	Retained earnings - Appropriated (attach statement)				
25	Retained earnings - Unappropriated				-2,046,331.
26	Adjustments to shareholders' equity (attach statement)				
27	Less cost of treasury stock	()		()	
28	Total liabilities and shareholders' equity		0.		2,126,591.

Schedule M-1 Reconciliation of Income (Loss) per Books With Income per Return

Note: The corporation may be required to file Schedule M-3. See instructions.

1	Net income (loss) per books	-2,046,331.	7	Income recorded on books this year not included on this return (itemize):	
2	Federal income tax per books			Tax-exempt interest \$	
3	Excess of capital losses over capital gains			STMT 7 12,838.	12,838.
4	Income subject to tax not recorded on books this year (itemize):		8	Deductions on this return not charged against book income this year (itemize):	
5	Expenses recorded on books this year not deducted on this return (itemize):		a	Depreciation \$ 11,452.	
a	Depreciation \$		b	Charitable contributions \$	
b	Charitable contributions \$		STMT 8 405.		11,857.
c	Travel and entertainment ... \$ 1,255.		9	Add lines 7 and 8	24,695.
STMT 6 299,552.	300,807.		10	Income (page 1, line 28) - line 6 less line 9	-1,770,219.
6	Add lines 1 through 5	-1,745,524.			

Schedule M-2 Analysis of Unappropriated Retained Earnings per Books (Schedule L, Line 25)

1	Balance at beginning of year		5	Distributions: a Cash	
2	Net income (loss) per books	-2,046,331.		b Stock	
3	Other increases (itemize):			c Property	
			6	Other decreases (itemize):	
			7	Add lines 5 and 6	
4	Add lines 1, 2, and 3	-2,046,331.	8	Balance at end of year (line 4 less line 7)	-2,046,331.

Form **1125-A****Cost of Goods Sold**

(Rev. November 2018)

Department of the Treasury
Internal Revenue Service
Name

▶ Attach to Form 1120, 1120-C, 1120-F, 1120S, or 1065.

▶ Go to www.irs.gov/Form1125A for the latest information.

OMB No. 1545-0123

Name		Employer identification number
GOLDEN FLEECE BEVERAGES		84-4466776
1	Inventory at beginning of year	1
2	Purchases	2 1,519,440.
3	Cost of labor	3
4	Additional section 263A costs (attach schedule)	4
5	Other costs (attach schedule) SEE STATEMENT 9	5 340,603.
6	Total. Add lines 1 through 5	6 1,860,043.
7	Inventory at end of year	7 587,917.
8	Cost of goods sold. Subtract line 7 from line 6. Enter here and on Form 1120, page 1, line 2 or the appropriate line of your tax return. See instructions	8 1,272,126.

9 a Check all methods used for valuing closing inventory:

(i) ☒ Cost

(ii) ☐ Lower of cost or market

(iii) ☐ Other (Specify method used and attach explanation) ▶ _____

b Check if there was a writedown of subnormal goods ▶ ☐

c Check if the LIFO inventory method was adopted this tax year for any goods (if checked, attach Form 970) ▶ ☐

d If the LIFO inventory method was used for this tax year, enter amount of closing inventory computed under LIFO **9d** _____

e If property is produced or acquired for resale, do the rules of Section 263A apply to the entity? See instructions ☐ Yes ☒ No

f Was there any change in determining quantities, cost, or valuations between opening and closing inventory? ☐ Yes ☒ No

If "Yes," attach explanation.

For Paperwork Reduction Act Notice, see separate instructions.

Form 1125-A (Rev. 11-2018)

Form **4562****Depreciation and Amortization**

(Including Information on Listed Property)

OTHER

OMB No. 1545-0172

2020Attachment
Sequence No. **179**Department of the Treasury
Internal Revenue Service (99)

▶ Attach to your tax return.

▶ Go to www.irs.gov/Form4562 for instructions and the latest information.

Name(s) shown on return

Business or activity to which this form relates

Identifying number

GOLDEN FLEECE BEVERAGES**OTHER DEPRECIATION****84-4466776****Part I Election To Expense Certain Property Under Section 179** Note: If you have any listed property, complete Part V before you complete Part I.

1 Maximum amount (see instructions)	1	
2 Total cost of section 179 property placed in service (see instructions)	2	
3 Threshold cost of section 179 property before reduction in limitation	3	
4 Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-	4	
5 Dollar limitation for tax year. Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	
6 (a) Description of property	(b) Cost (business use only)	(c) Elected cost
7 Listed property. Enter the amount from line 29	7	
8 Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9 Tentative deduction. Enter the smaller of line 5 or line 8	9	
10 Carryover of disallowed deduction from line 13 of your 2019 Form 4562	10	
11 Business income limitation. Enter the smaller of business income (not less than zero) or line 5	11	
12 Section 179 expense deduction. Add lines 9 and 10, but don't enter more than line 11	12	
13 Carryover of disallowed deduction to 2021. Add lines 9 and 10, less line 12	13	

Note: Don't use Part II or Part III below for listed property. Instead, use Part V.

Part II Special Depreciation Allowance and Other Depreciation (Don't include listed property.)

14 Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year	14	
15 Property subject to section 168(f)(1) election	15	
16 Other depreciation (including ACRS)	16	

Part III MACRS Depreciation (Don't include listed property. See instructions.)**Section A**

17 MACRS deductions for assets placed in service in tax years beginning before 2020	17	
18 If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here		

Section B - Assets Placed in Service During 2020 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property		351,237.	5 YRS.	HY	200DB	70,247.
c 7-year property		78,763.	7 YRS.	HY	200DB	11,252.
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs.		S/L	
h Residential rental property	/		27.5 yrs.	MM	S/L	
	/		27.5 yrs.	MM	S/L	
i Nonresidential real property	/		39 yrs.	MM	S/L	
	/			MM	S/L	

Section C - Assets Placed in Service During 2020 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs.		S/L	
c 30-year	/		30 yrs.	MM	S/L	
d 40-year	/		40 yrs.	MM	S/L	

Part IV Summary (See instructions.)

21 Listed property. Enter amount from line 28	21	
22 Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instr.	22	81,499.
23 For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Form 4562 (2020)

GOLDEN FLEECE BEVERAGES

84-4466776 Page 2

Part V Listed Property (Include automobiles, certain other vehicles, certain aircraft, and property used for entertainment, recreation, or amusement.)**Note:** For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.**Section A - Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles.)****24a** Do you have evidence to support the business/investment use claimed? ☐ Yes ☐ No **24b** If "Yes," is the evidence written? ☐ Yes ☐ No

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost
--	-------------------------------------	--	-------------------------------	--	---------------------------	------------------------------	----------------------------------	---------------------------------------

25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use **25****26** Property used more than 50% in a qualified business use:

	:	:	%					
	:	:	%					
	:	:	%					

27 Property used 50% or less in a qualified business use:

	:	:	%			S/L -		
	:	:	%			S/L -		
	:	:	%			S/L -		

28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1 **28****29** Add amounts in column (i), line 26. Enter here and on line 7, page 1 **29****Section B - Information on Use of Vehicles**

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

	(a) Vehicle	(b) Vehicle	(c) Vehicle	(d) Vehicle	(e) Vehicle	(f) Vehicle
30 Total business/investment miles driven during the year (don't include commuting miles)						
31 Total commuting miles driven during the year ...						
32 Total other personal (noncommuting) miles driven						
33 Total miles driven during the year. Add lines 30 through 32						
34 Was the vehicle available for personal use during off-duty hours?	Yes	No	Yes	No	Yes	No
35 Was the vehicle used primarily by a more than 5% owner or related person?						
36 Is another vehicle available for personal use?						

Section C - Questions for Employers Who Provide Vehicles for Use by Their EmployeesAnswer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who **aren't** more than 5% owners or related persons.

37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?	Yes	No
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use?		

Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," don't complete Section B for the covered vehicles.**Part VI Amortization**

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2020 tax year:					
GOODWILL	021420	6,633.		180M	405.
	:	:			

43 Amortization of costs that began before your 2020 tax year **43****44** **Total.** Add amounts in column (f). See the instructions for where to report **44** 405.

Form **4797**
Department of the Treasury
Internal Revenue Service**Sales of Business Property**
(Also Involuntary Conversions and Recapture Amounts Under Sections 179 and 280F(b)(2))

OMB No. 1545-0184

2020Attachment
Sequence No. **27**

▶ Attach to your tax return.

▶ Go to www.irs.gov/Form4797 for instructions and the latest information.

Name(s) shown on return

Identifying number

GOLDEN FLEECE BEVERAGES**84-4466776****1** Enter the gross proceeds from sales or exchanges reported to you for 2020 on Form(s) 1099-B or 1099-S (or substitute statement) that you are including on line 2, 10, or 20. See instructions**1****Part I Sales or Exchanges of Property Used in a Trade or Business and Involuntary Conversions From Other Than Casualty or Theft - Most Property Held More Than 1 Year** (see instructions)

(a) Description of property	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Gross sales price	(e) Depreciation allowed or allowable since acquisition	(f) Cost or other basis, plus improvements and expense of sale	(g) Gain or (loss) Subtract (f) from the sum of (d) and (e)
2						
3 Gain, if any, from Form 4684, line 39						3
4 Section 1231 gain from installment sales from Form 6252, line 26 or 37						4
5 Section 1231 gain or (loss) from like-kind exchanges from Form 8824						5
6 Gain, if any, from line 32, from other than casualty or theft						6
7 Combine lines 2 through 6. Enter the gain or (loss) here and on the appropriate line as follows						7
Partnerships and S corporations. Report the gain or (loss) following the instructions for Form 1065, Schedule K, line 10, or Form 1120-S, Schedule K, line 9. Skip lines 8, 9, 11, and 12 below. Individuals, partners, S corporation shareholders, and all others. If line 7 is zero or a loss, enter the amount from line 7 on line 11 below and skip lines 8 and 9. If line 7 is a gain and you didn't have any prior year section 1231 losses, or they were recaptured in an earlier year, enter the gain from line 7 as a long-term capital gain on the Schedule D filed with your return and skip lines 8, 9, 11, and 12 below.						
8 Nonrecaptured net section 1231 losses from prior years. See instructions						8
9 Subtract line 8 from line 7. If zero or less, enter -0-. If line 9 is zero, enter the gain from line 7 on line 12 below. If line 9 is more than zero, enter the amount from line 8 on line 12 below and enter the gain from line 9 as a long-term capital gain on the Schedule D filed with your return. See instructions						9

Part II Ordinary Gains and Losses (see instructions)**10** Ordinary gains and losses not included on lines 11 through 16 (include property held 1 year or less):

SALE OF ASSETS - ARGO TEA INC.						
	012920	042220	859,412.		350,000.	509,412.

11 Loss, if any, from line 7	11 ()
12 Gain, if any, from line 7 or amount from line 8, if applicable	12
13 Gain, if any, from line 31	13
14 Net gain or (loss) from Form 4684, lines 31 and 38a	14
15 Ordinary gain from installment sales from Form 6252, line 25 or 36	15
16 Ordinary gain or (loss) from like-kind exchanges from Form 8824	16
17 Combine lines 10 through 16	17 509,412.
18 For all except individual returns, enter the amount from line 17 on the appropriate line of your return and skip lines a and b below. For individual returns, complete lines a and b below.	
a If the loss on line 11 includes a loss from Form 4684, line 35, column (b)(ii), enter that part of the loss here. Enter the loss from income-producing property on Schedule A (Form 1040), line 16. (Do not include any loss on property used as an employee.) Identify as from "Form 4797, line 18a." See instructions	
18a	
b Redetermine the gain or (loss) on line 17 excluding the loss, if any, on line 18a. Enter here and on Schedule 1 (Form 1040), Part I, line 4	
18b	

LHA For Paperwork Reduction Act Notice, see separate instructions.

Form **4797** (2020)

Part III

Gain From Disposition of Property Under Sections 1245, 1250, 1252, 1254, and 1255 (see instructions)

19 (a) Description of section 1245, 1250, 1252, 1254, or 1255 property:		(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)
A			
B			
C			
D			

These columns relate to the properties on lines 19A through 19D.		Property A	Property B	Property C	Property D
20	Gross sales price (Note: See line 1 before completing.)	20			
21	Cost or other basis plus expense of sale	21			
22	Depreciation (or depletion) allowed or allowable	22			
23	Adjusted basis. Subtract line 22 from line 21	23			
24	Total gain. Subtract line 23 from line 20	24			
25 If section 1245 property:					
a	Depreciation allowed or allowable from line 22	25a			
b	Enter the smaller of line 24 or 25a	25b			
26 If section 1250 property: If straight line depreciation was used, enter -0- on line 26g, except for a corporation subject to section 291.					
a	Additional depreciation after 1975	26a			
b	Applicable percentage multiplied by the smaller of line 24 or line 26a	26b			
c	Subtract line 26a from line 24. If residential rental property or line 24 isn't more than line 26a, skip lines 26d and 26e	26c			
d	Additional depreciation after 1969 and before 1976	26d			
e	Enter the smaller of line 26c or 26d	26e			
f	Section 291 amount (corporations only)	26f			
g	Add lines 26b, 26e, and 26f	26g			
27 If section 1252 property: Skip this section if you didn't dispose of farmland or if this form is being completed for a partnership.					
a	Soil, water, and land clearing expenses	27a			
b	Line 27a multiplied by applicable percentage	27b			
c	Enter the smaller of line 24 or 27b	27c			
28 If section 1254 property:					
a	Intangible drilling and development costs, expenditures for development of mines and other natural deposits, mining exploration costs, and depletion	28a			
b	Enter the smaller of line 24 or 28a	28b			
29 If section 1255 property:					
a	Applicable percentage of payments excluded from income under section 126	29a			
b	Enter the smaller of line 24 or 29a	29b			

Summary of Part III Gains. Complete property columns A through D through line 29b before going to line 30.

30	Total gains for all properties. Add property columns A through D, line 24	30	
31	Add property columns A through D, lines 25b, 26g, 27c, 28b, and 29b. Enter here and on line 13	31	
32	Subtract line 31 from line 30. Enter the portion from casualty or theft on Form 4684, line 33. Enter the portion from other than casualty or theft on Form 4797, line 6	32	

Part IV

Recapture Amounts Under Sections 179 and 280F(b)(2) When Business Use Drops to 50% or Less (see instructions)

	(a) Section 179	(b) Section 280F(b)(2)
33	Section 179 expense deduction or depreciation allowable in prior years	33
34	Recomputed depreciation. See instructions	34
35	Recapture amount. Subtract line 34 from line 33. See the instructions for where to report	35

Form **8594**
(Rev. December 2012)Department of the Treasury
Internal Revenue Service**Asset Acquisition Statement**
Under Section 1060

▶ Attach to your income tax return.

OMB No. 1545-1021

Attachment
Sequence No. **169**▶ Information about Form 8594 and its separate instructions is at www.irs.gov/form8594

Name as shown on return

GOLDEN FLEECE BEVERAGES

Identifying number as shown on return

84-4466776

Check the box that identifies you:

☒ Purchaser ☐ Seller**Part I General Information**

1 Name of other party to the transaction

ARGO TEA, INC.

Other party's identifying number

36-4352148

Address (number, street, and room or suite no.)

16 WEST RANDOLPH STREET

City or town, state, and ZIP code

CHICAGO, IL 60601

2 Date of sale

02/14/20

3 Total sales price (consideration)

2,430,460.**Part II Original Statement of Assets Transferred**

4 Assets	Aggregate fair market value (actual amount for Class I)	Allocation of sales price
Class I	\$ 65,550.	\$ 65,550.
Class II	\$ 0.	\$ 0.
Class III	\$ 607,391.	\$ 607,391.
Class IV	\$ 845,886.	\$ 845,886.
Class V	\$ 905,000.	\$ 905,000.
Class VI and VII	\$ 6,633.	\$ 6,633.
Total	\$ 2,430,460.	\$ 2,430,460.

5 Did the purchaser and seller provide for an allocation of the sales price in the sales contract or in another written document signed by both parties?

☒ Yes ☐ No

If "Yes," are the aggregate fair market values (FMV) listed for each of asset Classes I, II, III, IV, V, VI, and VII the amounts agreed upon in your sales contract or in a separate written document?

☐ Yes ☒ No

6 In the purchase of the group of assets (or stock), did the purchaser also purchase a license or a covenant not to compete, or enter into a lease agreement, employment contract, management contract, or similar arrangement with the seller (or managers, directors, owners, or employees of the seller)?

☐ Yes ☒ No

If "Yes," attach a statement that specifies (a) the type of agreement and (b) the maximum amount of consideration (not including interest) paid or to be paid under the agreement. See instructions.

Part III Supplemental Statement - Complete only if amending an original statement or previously filed supplemental statement because of an increase or decrease in consideration.

7 Tax year and tax return form number with which the original Form 8594 and any supplemental statements were filed.

8 Assets	Allocation of sales price as previously reported	Increase or (decrease)	Redetermined allocation of sales price
Class I	\$	\$	\$
Class II	\$	\$	\$
Class III	\$	\$	\$
Class IV	\$	\$	\$
Class V	\$	\$	\$
Class VI and VII	\$	\$	\$
Total	\$		\$

9 Reason(s) for increase or decrease. Attach additional sheets if more space is needed.

ELECTION TO WAIVE THE NET OPERATING LOSS CARRYBACK PERIOD

GOLDEN FLEECE BEVERAGES
250 E PEARSON STREET #1601
CHICAGO, IL 60611

EMPLOYER IDENTIFICATION NUMBER: 84-4466776

FOR THE YEAR ENDING DECEMBER 31, 2020

GOLDEN FLEECE BEVERAGES HEREBY ELECTS, PURSUANT TO SEC. 172(B)(3) OF THE INTERNAL REVENUE CODE, TO RELINQUISH THE ENTIRE CARRYBACK PERIOD WITH RESPECT TO THE NET OPERATING LOSS INCURRED FOR THE TAX YEAR ENDED DECEMBER 31, 2020, AND WILL HAVE SUCH LOSS AVAILABLE FOR CARRYFORWARD ONLY.

ELECTION NOT TO CLAIM THE ADDITIONAL FIRST YEAR
DEPRECIATION ALLOWABLE UNDER IRC SEC. 168(K)

GOLDEN FLEECE BEVERAGES
250 E PEARSON STREET #1601
CHICAGO, IL 60611

EMPLOYER IDENTIFICATION NUMBER: 84-4466776

FOR THE YEAR ENDING DECEMBER 31, 2020

GOLDEN FLEECE BEVERAGES, HEREBY ELECTS, PURSUANT TO IRC SEC.
168(K)(7), NOT TO CLAIM THE ADDITIONAL DEPRECIATION ALLOWABLE UNDER
IRC SEC. 168(K) FOR THE FOLLOWING QUALIFYING PROPERTY PLACED IN
SERVICE DURING THE TAX YEAR ENDING DECEMBER 31, 2020.

ALL PROPERTY IN THE 5 YEAR CLASS.
ALL PROPERTY IN THE 7 YEAR CLASS.

SEE ATTACHED FORM 4562.

SECTION 1.263(A)-1(F) DE MINIMIS SAFE HARBOR ELECTION

GOLDEN FLEECE BEVERAGES
250 E PEARSON STREET #1601
CHICAGO, IL 60611

EMPLOYER IDENTIFICATION NUMBER: 84-4466776

FOR THE YEAR ENDING DECEMBER 31, 2020

GOLDEN FLEECE BEVERAGES IS MAKING THE DE MINIMIS SAFE HARBOR
ELECTION UNDER REG. SEC. 1.263(A)-1(F).

FORM 1120	OTHER INCOME	STATEMENT 1
DESCRIPTION		AMOUNT
LICENSING & ROYALTY FEES		176,219.
OTHER INCOME		15,408.
TOTAL TO FORM 1120, LINE 10		191,627.

FORM 1120	TAXES AND LICENSES	STATEMENT 2
DESCRIPTION		AMOUNT
LICENSES & PERMITS		1,555.
PAYROLL TAX		23,593.
TOTAL TO FORM 1120, LINE 17		25,148.

FORM 1120	OTHER DEDUCTIONS	STATEMENT 3
DESCRIPTION		AMOUNT
ADMINISTRATIVE EXPENSES		29,484.
AMORTIZATION		405.
BANK CHARGES		17,291.
BUSINESS TRANSITION EXPENSE		160,760.
DUES & SUBSCRIPTIONS		1,513.
EXPIRED PRODUCTS EXPENSE		351,389.
INSURANCE		19,595.
LEGAL & PROFESSIONAL EXPENSE		414,843.
MEALS		1,256.
MISCELLANEOUS EXPENSE		131,004.
OFFICE SUPPLIES EXPENSE		3,066.
OTHER EMPLOYEE EXPENSES		68,423.
PHONE & INTERNET		5,155.
RESEARCH & DEVELOPMENT		207,052.
SALES TAX		71,142.
SHIPPING EXPENSE		39,228.
SOFTWARE		21,341.
STORAGE EXPENSE		84,781.
STORE OPENING EXPENSE		119,327.
TRAVEL EXPENSE		15,812.
TOTAL TO FORM 1120, LINE 26		1,762,867.

SCHEDULE L	OTHER CURRENT ASSETS	STATEMENT 4
DESCRIPTION	BEGINNING OF TAX YEAR	END OF TAX YEAR
DUE FROM AFFILIATE	0.	84,509.
OTHER RECEIVABLES	0.	5,703.
PREPAID EXPENSES	0.	44,754.
TOTAL TO SCHEDULE L, LINE 6	0.	134,966.

SCHEDULE L	OTHER CURRENT LIABILITIES	STATEMENT 5
DESCRIPTION	BEGINNING OF TAX YEAR	END OF TAX YEAR
ACCRUED EXPENSES	0.	354,192.
ACCRUED PAYROLL TAX	0.	8,752.
ACCRUED SALARIES & WAGES	0.	37,097.
DUE TO AFFILIATE	0.	92,081.
TOTAL TO SCHEDULE L, LINE 18	0.	492,122.

SCHEDULE M-1	OTHER EXPENSES RECORDED ON BOOKS NOT DEDUCTED IN THIS RETURN	STATEMENT 6
DESCRIPTION		AMOUNT
ENTERTAINMENT		1,829.
SALARIES AND WAGES		2,939.
UNPAID ACCRUED EXPENSES		288,151.
LOSS ON ASSET PURCHASE		6,633.
TOTAL TO SCHEDULE M-1, LINE 5		299,552.

SCHEDULE M-1	OTHER INCOME RECORDED ON BOOKS NOT INCLUDED IN THIS RETURN	STATEMENT 7
DESCRIPTION		AMOUNT
GAIN (LOSS) ON SALE OF ASSETS NOT ON RETURN		12,838.
TOTAL TO SCHEDULE M-1, LINE 7		12,838.

SCHEDULE M-1		OTHER DEDUCTIONS IN THIS RETURN NOT CHARGED AGAINST BOOK INCOME	STATEMENT 8
DESCRIPTION			AMOUNT
AMORTIZATION			405.
TOTAL TO SCHEDULE M-1, LINE 8			405.

FORM 1125-A		OTHER COSTS	STATEMENT 9
DESCRIPTION			AMOUNT
FREIGHT EXPENSE			340,603.
TOTAL TO LINE 5			340,603.